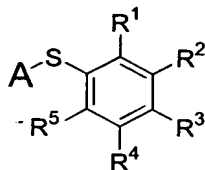


CLAIMS

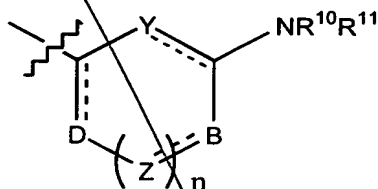
We claim:

1. A compound of the structure



wherein R^1 , R^2 , R^3 , R^4 and R^5 are each independently selected from the group consisting of hydrogen, halogen, alkyl, haloalkyl, alkoxy, cyano, nitro, cycloalkyl and carboxaldehyde;

with the proviso that at least one of R^1 or R^3 is



wherein D , B , Y and Z at each occurrence are independently selected from the group consisting of $-CR^6=$, $-CR^7R^8-$, $-C(O)-$, $-O-$, $-SO_2-$, $-S-$, $-N=$, and $-NR^9-$;

n is an integer of zero to three;

R^6 , R^7 , R^8 and R^9 , at each occurrence, are each independently selected from the group consisting of hydrogen, alkyl, carboxy,

hydroxyalkyl, alkylaminocarbonyl alkyl,
dialkylaminocarbonylalkyl and carboxyalkyl; and

R^{10} and R^{11} are each independently selected from the group consisting of

5 carboxyalkyl, hydroxyalkyl, heterocyclyl, heterocyclalkyl and
heterocyclamino;

wherein R¹⁰ and R¹¹ may be joined to form a three to seven membered

substituents R^{13} , wherein R^{13} , at each occurrence is independently selected

cycloalkyl, aryl, heterocyclyl, heterocyclylalkyl, heterocyclylcarbonyl,

hydroxyalkoxyalkyl, carboxy, carboxyalkyl, carboxycarbonyl,

aminoalkanoyl, aminocarbonyl, carboxamido, alkoxycarbonylalkyl,

alkanoyloxy, alkanoylamino, alkanoyloxyalkyl, alkanoylaminoalkyl,

arylsulfonylaminocarbonyl and heterocyclysulfonylaminocarbonyl;

20 wherein A is an aryl or heterocyclyl group, said aryl or heterocyclyl group having at least

one substituent R¹², wherein R¹², at each occurrence, is independently selected

from the group consisting of hydrogen, halogen, alkyl, aryl, haloalkyl, hydroxy,

alkoxy, alkoxyalkyl, alkoxycarbonyl, alkoxyalkoxy, hydroxyalkyl, aminoalkyl,

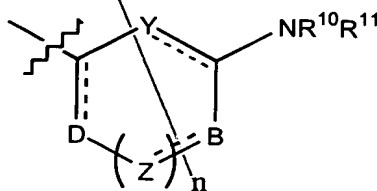
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aminocarbonyl, alkyl(alkoxycarbonylalkyl) aminoalkyl, heterocyclyl,
heterocyclylalkyl, carboxaldehyde, carboxaldehyde hydrazone, carboxamide,
alkoxycarbonylalkyl, carboxy, carboxyalkyl, carboxyalkoxy,
hydroxyalkylaminocarbonyl, cyano, amino, heterocyclylalkylamino,
carboxythioalkoxy, carboxycycloalkoxy, thioalkoxy, carboxyalkylamino, trans-
cinnamyl and heterocyclylalkylaminocarbonyl; and
wherein $R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9, R^{10}, R^{11}, R^{12}$ and R^{13} are unsubstituted
or substituted with at least one electron donating or electron withdrawing
group;

or a pharmaceutically-acceptable salt, optical isomer or prodrug thereof.

2. The compound of claim 1 wherein R^3 is



D, B, Y and Z at each occurrence are independently selected from the
group consisting of $-CR^6=$, $-CR^7R^8-$, $-C(O)-$, $-O-$, $-SO_2-$, $-S-$,
 $-N=$, and $-NR^9-$;

n is an integer of zero to three;

R^6, R^7, R^8 and R^9 , at each occurrence, are each independently selected
from the group consisting of hydrogen, alkyl, carboxy,

hydroxyalkyl, alkylaminocarbonyl alkyl,
dialkylaminocarbonylalkyl and carboxyalkyl;
 R^{11} are each independently selected from the group consisting of hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl, carboxyalkyl, hydroxyalkyl, heterocyclyl, heterocyclylalkyl, heterocyclylamino;
 R^{10} and R^{11} may be joined to form a three to seven membered heterocyclyl ring, said ring optionally being substituted with one or more substituents R^{13} , wherein R^{13} at each occurrence is independently selected from the group consisting of alkyl, alkylene, alkoxy, alkenoxy, cycloalkyl, aryl, heterocyclyl, heterocyclylalkyl, heterocyclylalkylaminocarbonyl, hydroxy, hydroxyalkyl, hydroxyalkoxyalkyl, carboxy, carboxyalkyl, carboxycarboalkyl, carboxaldehyde, alkoxycarbonyl, arylalkoxycarbonyl, aminoalkanoate, aminoalkanoyl, aminocarbonyl, carbboxamido, alkoxycarbonylamino, carbboxamidoalkyl, cyano, tetrazolyl, alkanoyl, hydroxyalkyl, alkanoyloxy, alkanoylamino, alkanoyloxyalkyl, alkanoylaminoalkyl, sulfonate, alkylsulfonyl, alkylsulfonylaminocarbonyl, alkylsulfonylaminoalkyl and heterocyclylsulfonylaminoalkyl;
 R^{12} are each independently selected from the group consisting of hydrogen, haloalkyl and nitro; and
 R^{14} are each independently selected from the group of hydrogen, halogen,

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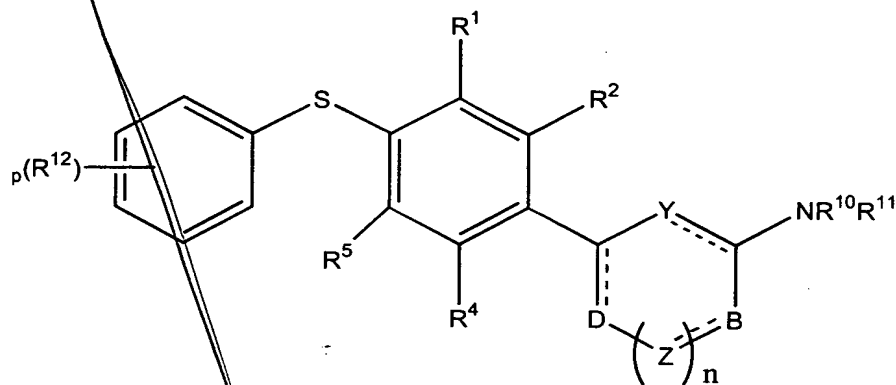
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3. The compound of claim 1 of the structure



wherein R^1 , R^2 , R^4 and R^5 are each independently selected from the group consisting of hydrogen, halogen, alkyl, haloalkyl, alkoxy, cyano, nitro, cycloalkyl and carboxaldehyde;

D, B, Y and Z at each occurrence are independently selected from the group consisting of $-CR^6=$, $-CR^7R^8-$, $-C(O)-$, $-O-$, $-SO_2-$, $-S-$, $-N=$, and $-NR^9-$;

n is an integer of zero to three;

wherein R^6 , R^7 , R^8 and R^9 , at each occurrence, are each independently selected from the group consisting of hydrogen, alkyl, carboxy, hydroxyalkyl, alkylaminocarbonyl alkyl, dialkylaminocarbonylalkyl and carboxyalkyl;

R^{10} and R^{11} are each independently selected from the group consisting of hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl, carboxyalkyl, hydroxyalkyl, heterocyclyl, heterocyclylalkyl and heterocyclylamino;

wherein R^{10} and R^{11} may be joined to form a three to seven membered heterocyclyl ring, said ring optionally being substituted with one or more

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4. The compound of claim 3 wherein p is one;

R^4 and R^5 are hydrogen;

R^{12} is selected from the group consisting of halogen, alkyl, alkoxy,

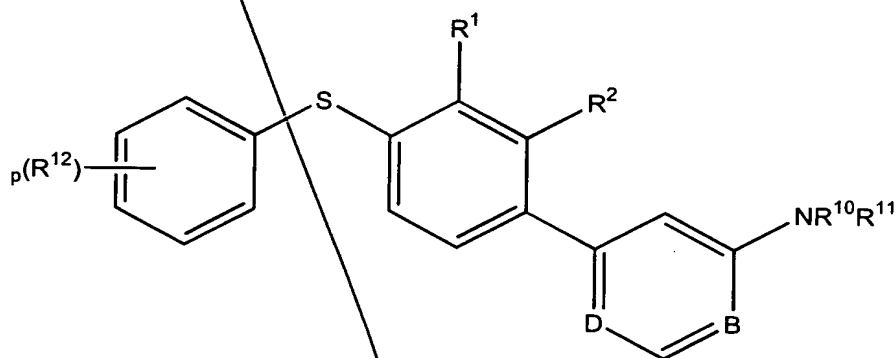
carboxyalkoxy, carboxyalkyl and heterocyclyl; and

R^{10} and R^{11} are joined to form a three to seven membered heterocyclyl ring; said

ring selected from the group consisting of piperidine, piperazine,

morpholine, pyrrolidine and azetidine.

5. The compound of claim 1 of the structure



wherein D and B are each independently selected from the group consisting of

$-N=$ and $-CR^6=$;

R^1 and R^2 are each independently selected from the group consisting of hydrogen,

halogen and haloalkyl;

R^{10} and R^{11} are each independently selected from the group consisting of

hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl,

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R¹² is selected from the group consisting of halogen, alkyl, alkoxy,

~~R¹⁰ and R¹¹ are joined to form a three to seven membered heterocyclcyl ring; said ring selected from the group consisting of piperidine, piperazine, morpholine, pyrrolidine and azetidine.~~

7. The compound of claim 1 selected from the group consisting of 1-(6-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyrimidin-4-yl)-piperidine-3-carboxylic acid, 4-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-6-(3-(2*H*-tetrazol-5-yl)-piperidin-1-yl)-pyrimidine, 4-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-6-(4-(2*H*-tetrazol-5-yl)-piperidin-1-yl)-pyrimidine, (1-(6-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyrimidin-4-yl)-piperidin-3-yl)-ethanol, 2-(1-(6-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyrimidin-4-yl)-piperidin-4-yl)-ethanol, *N*-(1-(4-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-pyridin-2-yl)-pyrrolidin-3-yl)-acetamide, 1-(4-(4-(2-methoxy-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidine-3-ol, 4-(4-(2-methoxy-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidine-3-yl)-acetamide, *N*-1-(4-(4-(2-methoxy-phenylsulfanyl)-3-trifluoromethyl-pyridin-2-yl)-pyrrolidine-3-yl)-acetamide, *N*-(1-(4-(4-(2,3-dihydro-

benzo(1,4)dioxin-6-ylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidin-3-yl)-
acetamide, 4'-(4-(2,3-dihydro-benzo(1,4)dioxin-6-ylsulfanyl)-3-trifluoromethyl-phenyl)-
3,4,5,6-tetrahydro-2H-(1,2')bipyridinyl-4-carboxylic acid and 4'-(4-(2,3-dihydro-
benzo(1,4)dioxin-6-ylsulfanyl)-3-trifluoromethyl-phenyl)- 3,4,5,6-tetrahydro-2H-
5 (1,2')bipyridinyl-3-carboxylic acid.

8. A composition comprising:

a compound of claim 1

in a pharmaceutically acceptable carrier.

9. A method of inhibiting inflammation or suppressing immune response in a
mammal comprising administering to said mammal a therapeutic amount of a
compound of claim 1.

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